

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

Adv. Pro. No. 08-01789 (SMB)

SIPA LIQUIDATION

(Substantively Consolidated)

In re:

BERNARD L. MADOFF,

Debtor.

IRVING H. PICARD, Trustee for the Liquidation
of Bernard L. Madoff Investment Securities LLC,

Plaintiff,

v.

DORADO INVESTMENT COMPANY;
MARSHALL D. MILLER, in his capacity as a
General Partner of Dorado Investment Company;
DAVID J. MILLER, in his capacity as a General
Partner of Dorado Investment Company; STEVEN
L. MILLER, in his capacity as a General Partner of
Dorado Investment Company; and SUSAN
MILLER, in her capacity as a General Partner of
Dorado Investment Company,

Defendants.

Adv. Pro. No. 10-04333 (SMB)

STIPULATION TO AMENDMENT OF TRUSTEE'S COMPLAINT

IT IS HEREBY STIPULATED AND AGREED, by and between Irving H. Picard (the "Trustee"), as trustee for the liquidation of the business of Bernard L. Madoff Investment Securities LLC under the Securities Investor Protection Act, 15 U.S.C. §§ 78aaa, et seq., and the substantively consolidated estate of Bernard L. Madoff on the one hand, and Dorado Investment

Company, Marshall D. Miller, David J. Miller, Steven L. Miller, and Susan Miller (collectively, “Defendants”, and together with the Trustee, the “Parties”) on the other hand, in each case by and through their respective attorneys, as follows:

1. On November 30, 2010, the above-captioned adversary proceeding was commenced by the Trustee against the Defendants.

2. On January 20, 2011, the Defendants timely served and filed their Answer to the Trustee’s Complaint in this matter. Pursuant to the Parties’ Stipulation to Amendment filed on November 12, 2014 (ECF No. 48), Defendants filed a Joint Amended Answer to the Trustee’s Complaint on November 13, 2014.

3. Following the completion of certain portions of fact discovery, and pursuant to the alternative dispute resolution requirement established by the Court, the Parties convened in person twice to engage in mediation, utilizing the services of retired Judge Melanie Cyganowski as mediator on both occasions. As a product of the second mediation session, which concluded on July 30, 2015, the Trustee requested supplemental discovery from Defendants on August 5, 2015 in regard to the identity of subsequent transferees who may have received some or all of the transfers identified in the Trustee’s Complaint.

4. On August 20, 2015 and August 28, 2015, Defendants served the Trustee with Supplemental Answers to the Trustee’s First Set of Interrogatories providing information requested by the Trustee’s August 5, 2015 correspondence.

5. Upon review of the Defendants’ Supplemental Answers to the Trustee’s First Set of Interrogatories, the Trustee provided Defendants a draft Amended Complaint adding a new subsequent transfer claim against The Phileona Foundation, pursuant to Sections 548(a)(1)(A), 550(a), and 551 of the Bankruptcy Code.

6. The Trustee's Amended Complaint alleges that The Phileona Foundation is a subsequent transferee of some or all of the transfers identified in the Complaint, which the Trustee alleges are avoidable and recoverable pursuant to Sections 548(a)(1)(A), 550(a), and 551 of the Bankruptcy Code.

7. In the Parties' Stipulation to Amendment filed on November 12, 2014 (ECF No. 48, a copy of which is attached hereto as Exhibit A), pursuant to Federal Rule of Civil Procedure 15(a)(2) and Federal Rule of Bankruptcy Procedure 7015, Defendants provided consent to an amendment of the Trustee's Complaint if the Trustee should determine that such amendment is necessary following the conduct of additional fact discovery. Pursuant to such stipulation, the Trustee is authorized to file the draft Amended Complaint, without further order of the Court.

Dated: November 24, 2015

/s/ Nicholas J. Cremona
Baker & Hostetler LLP
45 Rockefeller Plaza
New York, NY 10111
Telephone: (212) 589-4200
Facsimile: (212) 589-4201
David J. Sheehan
Email: dsheehan@bakerlaw.com
Nicholas J. Cremona
Email: ncremona@bakerlaw.com
Dean D. Hunt
Email: dunt@bakerlaw.com

*Attorneys for Irving H. Picard,
Trustee for the Substantively Consolidated
SIPA Liquidation of Bernard L. Madoff
Investment Securities LLC and the Estate of
Bernard L. Madoff*

/s/ Heather L. Marx
Cozen O'Connor
33 South Sixth Street, Suite 4640
Minneapolis, MN 55402
Telephone: (612) 260-9000
Facsimile: (612) 260-9080
Thomas G. Wallrich
Email: twallrich@cozen.com
Heather Marx
Email: hmarx@cozen.com

*Attorneys for Defendants Dorado
Investment Company, Marshall
Miller, David Miller, Steven Miller,
and Susan Miller*